

Fortace LLC
1601 N. Sepulveda Blvd #146
Manhattan Beach, CA 90266
310-545-4548
Frank Sillman

*Consultant to the Debtors and
Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, et al.,

Debtors.

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Case No. 12-12020 (MG)

Chapter 11

Jointly Administered

**SUPPLEMENT TO AMENDED FIFTH AND FINAL FEE APPLICATION OF
FORTACE LLC AS CONSULTANT FOR THE DEBTORS FOR ALLOWANCE OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND FOR
REIMBURSEMENT OF ACTUAL EXPENSES INCURRED FROM
MAY 21, 2012 THROUGH DECEMBER 17, 2013**

In further support of its amended fifth and final fee application for compensation and reimbursement of expenses [Docket No. 6696] (the “Application”), Fortace LLC (“Applicant”), Consultant to Residential Capital, LLC., *et al.*, as debtors and debtors in possession, attached as **Exhibit A** hereto are copies of backup documentation regarding certain of the fees and expenses requested in the Application, which Applicant previously provided to the Office of the United States Trustee (the “UST”) upon the UST’s request.

Dated: May 23, 2014

A handwritten signature in black ink, appearing to read "Frank Sillman", written in a cursive style.

FRANK SILLMAN

Consultant for Residential Capital, LLC, et al.

EXHIBIT A

From: info@elyseehotel.com
Subject: Statement
Date: November 20, 2013 at 5:33 AM
To: Frank Sillman fsillman@fortace.com

Hotel Elysée

Page No. 1

Frank Sillman
465 32nd Street
Manhattan Beach, CA 90266 US

113
R52677SB011700

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499.01
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11/18/13	12:26 AM	11/20/13	08:31 AM	HIST
11/18/13	ROOM CHARGE	113		\$499.01 \$0.00
11/18/13	SALES TAX	113t	SALES TAX	\$44.29 \$0.00
11/18/13	CITY TAX	113t	City Tax	\$29.32 \$0.00
11/18/13	OCCUPANCY TAX	113t	Occupancy Tax	\$2.00 \$0.00
11/18/13	NYC HOTEL UNIT FEE	113t	NYC HOTEL UNIT FEE	\$1.50 \$0.00
11/18/13	OCCUPANCY TAX	exrm		\$2.00 \$0.00
11/19/13	ROOM CHARGE	113		\$499.01 \$0.00
11/19/13	SALES TAX	113t	SALES TAX	\$44.29 \$0.00
11/19/13	CITY TAX	113t	City Tax	\$29.32 \$0.00
11/19/13	OCCUPANCY TAX	113t	Occupancy Tax	\$2.00 \$0.00
11/19/13	NYC HOTEL UNIT FEE	113t	NYC HOTEL UNIT FEE	\$1.50 \$0.00
11/19/13	OCCUPANCY TAX	exrm		\$2.00 \$0.00
11/20/13	REFRESHMENT CENTER	11203265284	mm	\$3.25 \$0.00
11/20/13	PAY VISA	Ck Out 08:30	*****4495	\$0.00 (\$1,159.49)

Folio Balance:	\$0.00
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Fortace LLC as Consultant for the Debtors
Illumination Engagement and November 2013 Invoice description

- Fortace and its Managing Partner Frank Sillman were engaged by the Debtors on multiple occasions to provide initial and updated estimated lifetime loss forecasts and expert opinions as to the reasonableness of the various proposed Allowed Claim settlements.
- As part of Mr. Sillman's development of the estimated lifetime loss forecasts and opinions, Mr. Sillman engaged Illumination Asset Management LLC ("Illumination") (previously known as WestPac LLC) to gather loan level and trust level actual loss data and run the current loan level and trust level data through its proprietary cash flow models in order to develop estimated remaining losses for each of the trusts included in the Allowed Claim settlement.
- The initial model runs included just the 392 trusts included in the "Kathy Patrick" RMBS Trustee Allowed Claim settlements discussions.
- For the November 2013 Illumination engagement related to the final Allowed Claim settlements, Illumination was asked to provide updated cash flow models for 656 trusts not just the 392 trusts included in earlier Allowed Claim settlements.
- The first step involved in developing the estimated lifetime loss estimates included gathering the loan level or trust level data for all 656 trusts included in the final Allowed Claim settlements. There were 431 Debtor Sponsored non wrapped trusts, 95 monoline trusts with approximately 600 wrapped bonds and 130 Non Debtor Sponsored trusts.

Fortace LLC as Consultant for the Debtors
Illumination Engagement and November 2013 Invoice description

- The second step was to feed this loan or trust level data into Illumination's proprietary cash flow models to create the actual and forecasted estimated lifetime losses based on the assumptions developed and provided Mr. Sillman.
- The third step was for Mr. Sillman and Fortace to organize, audit and allocate the actual and estimated loss data based on the Allowed Claim settlement buckets between the Debtor Sponsored non monoline trusts, the monoline trusts and Non Debtor Sponsored trusts.
- The last step was to utilize these actual and estimated loss results to support Mr. Sillman's expert opinion as to whether the proposed Allowed Claim settlements for the Debtor Sponsored non monoline trusts, various monoline trusts and the Non-Debtor sponsored trusts were reasonable.
- Due to the significant increase in the overall number of trusts involved in the analysis (656 v 392 trusts), the addition of the 95 monoline trusts and the addition of approximately 600 wrapped bonds that also had to be analyzed as part of the final Allowed Claim settlements, the Illumination costs associated with their work increased when compared to the prior Illumination engagements.
 - June 2012 invoice - 392 Trusts - \$100,000 plus the September 2012 invoice - additional analysis requested by the Debtor based on the June 2012 model runs - \$13,800 for a total of \$113,800 [WestPac LLC]

Fortace LLC as Consultant for the Debtors
Illumination Engagement and November 2013 Invoice description

- February 2013 - updated actual and estimated losses and analysis for the 392 Trusts - \$150,000 [Illumination]
- November 2013 - 656 Trusts & approx. 600 monoline bonds - \$369,500 [Illumination]



INVOICE

Date: November 6, 2013
Invoice # Res-1

Joseph Sullivan, COO
Illumination Asset Management, LLC
11755 Wilshire Blvd. Suite 1600
Los Angeles, CA 90025
(310) 220-6300
Fax 424-273-4458
joe@illuminationam.com
EIN:45-5545423

TO Frank Sillman, Managing Partner
Fortace, LLC
1601 N. Sepulveda Blvd. Suite 146
Manhattan Beach, CA, 90266
(310) 545-4548

JOB	PAYMENT TERMS
Modeling and Analytical Services performed for Residential Capital, LLC, et al Case No. 12-12020.	Due on Receipt

DESCRIPTION	TOTAL
Model Run of 392 Original RESCAP Trusts	\$150,000.00
Model Run of Additional 179 New RESCAP Trusts	\$100,000.00
Model Run of Monoline Wrapped Deals	\$50,000.00
Model Run of Monoline Wrapped Deals at the CUSIP Level	\$25,000.00
Non-Debtor Sponsored Trusts Deal Balances Pulled	\$5,000.00
27 Subsequent New Deal Model Runs Added after Initial Runs	\$21,600.00
Assured Guaranty Monoline Wrap Reconnaissance Work (3 hours @ \$250/hour)	\$750.00
MBIA Monoline Wrap Reconnaissance Work (15 hours @ \$250/hour)	\$3,750.00
FGIC Monoline Wrap Reconnaissance Work (18 hours @ \$250/hour)	\$4,500.00
AMBAC Monoline Wrap Reconnaissance Work (12 hours @ \$250/hour)	\$3,000.00
General Pre/Post Model Run Reconnaissance Work (25 hours @ \$250/hour)	\$6,250.00
TOTAL DUE	\$369,850.00

Wire Instructions:

Make all checks payable to Illumination Asset Management

Thank you for your business!